

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W.R. GRACE & CO., <i>et. al.</i> ,)	Case No. 01-01139 (JJF)
)	Jointly Administered
)	Re: Docket Nos.22129, 23114
)	Hearing: January 4-5, 2010
Debtors.)	

**NOTICE OF FILING AND SERVICE OF DEBTORS' FINAL AMENDED CHART
SUMMARIZING CONFIRMATION REQUIREMENTS AND FINAL OBJECTIONS TO
THE FIRST AMENDED JOINT PLAN OF REORGANIZATION**

Please take notice that in conjunction with the Closing Arguments on Confirmation of the First Amended Joint Plan of Reorganization, set to occur on January 4-5, 2010, the Debtors are hereby filing and serving the attached final amended chart summarizing the final objections filed to its First Amended Joint Plan of Reorganization.

The attached chart amends and updates the previous charts filed and served by the Debtors in conjunction with Phases I and II of the Confirmation Hearing (Docket Nos.22129, 23114). The attached chart has been reorganized to identify the affirmative requirements that the Plan Proponents must meet to confirm the Plan. These affirmative requirements are listed, generally, in the order in which the Plan Proponents have addressed them in their Trial Briefs. The chart identifies how each of those requirements are satisfied in the Plan, the objections that are still pending relating to those requirements and how those objections have been addressed in the various trial briefs filed, evidence presented and Plan Amendments, as applicable. The chart also lists the other affirmative requirements that the Plan Proponents must meet to confirm the Plan for which no objections are pending. Immediately following the main body of the chart, the Plan Proponents include (i) at page 77, an index which identifies where relevant Bankruptcy Code Sections are covered by the chart; and (ii) at page 78, an index which identifies where each

Objecting Party's objections are covered.

Appendix A to the attached chart identifies all of the objections to confirmation that have been resolved and withdrawn as a result of settlement agreements approved by the Court or other agreements among the parties.

Dated: December 16, 2009

Respectfully submitted,

KIRKLAND & ELLIS LLP

David M. Bernick, P.C.
Theodore L. Freedman
Deanna Boll
Citigroup Center
601 Lexington Avenue
New York, New York 10022-4611
Telephone: (212) 446-4800
Facsimile: (212) 446-4900

and

THE LAW OFFICES OF JANET S. BAER P.C.

Janet S. Baer, P. C.
70 West Madison Street, Suite 2100
Chicago, IL 60602
Telephone: (312) 641-2162

and

PACHULSKI STANG ZIEHL & JONES LLP

Janet E. O'Neill

Laura Davis Jones (Bar No. 2436)
James E. O'Neill (Bar No. 4042)
Kathleen P. Makowski (Bar No. 3648)
Timothy P. Cairns (Bar No. 4228)
919 North Market Street, 17th Floor
P.O. Box 8705
Wilmington, Delaware 19899-8705
(Courier 19801)
Telephone: (302) 652-4100
Facsimile: (302) 652-4400

Co-Counsel for the Debtors and Debtors in Possession